

# **Exhibit E**

108

ARTICLES OF INCORPORATION

OF

EASTERN GAS & WATER INVESTMENT COMPANY

Approved and received for record by the State Tax Commission of Maryland,  
August 11, 1958 at 10:30 o'clock A. M. as in conformity  
with law and ordered recorded.

A 14193

APPROVAL RECEIVED IN  
MINUTES—CORPORATE LEDGER

Recorded in Liber F-72, folio 152, one of the Charter Records of the State Tax  
Commission of Maryland.

Filing fee paid \$ 20.00 Recording fee paid \$ 12.00

To the clerk of the Circuit

Court of Worcester County

IT IS HEREBY CERTIFIED, that the within instrument, together with all endorsements thereon,  
has been received, approved and recorded by the State Tax Commission of Maryland.

AS WITNESS my hand and seal of the said Commission at Baltimore,

Brenda A. Hall 11-14-58  
State Tax Commission of Maryland

1. ARTICLE OF INVESTIGATION  
2. EXHIBIT NUMBER  
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100. ADDRESS OF PERSON

101. NAME OF PERSON  
102. ADDRESS OF PERSON

OR

ARTICLE OF INVESTIGATION

-1-

persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof; and to possess and exercise in respect thereof any and all the rights, powers and privileges of individual holders.

d. To aid, in any manner, any person, firm, association, corporation or syndicate, of which any shares of stock, bonds, debentures, notes, mortgages, or other obligations, or any certificates, receipts, warrants or other documents giving or option to receive, purchase or subscribe for the same or otherwise, any other rights or interests in or to, or aid or for the benefit of, the corporation, or in the affairs of which, the corporation shall have any interest, so that it will act or fail in its trust and to protect, preserve, improve and enhance the value of its own property or interest, or that of property of the corporation.

e. To ascertain the amount of dividends upon the stock of other corporations, the performance of services, or the like, to ascertain the value of securities held by others, or to ascertain, if necessary, the wisdom of making a loan or investment, or otherwise, in the stocks, bonds, debentures, notes, mortgages, or other obligations of other persons, firms, associations, corporations, syndicates, or by any governments or subdivisions thereof.

f. To do all such acts and things as may be necessary for the protection of, the safety and security of, the corporation, its property, its employees and its customers, in conjunction with any government, association, or corporation, and, in carrying on its business and for the purpose of attaining, or furthering, any of its objects and purposes, to make and perform any contracts and agreements with others, and to exercise any powers suit-  
able and convenient for the accomplishment of any of

the objects and purposes herein enumerated or incidental to the powers herein specified, or which at any time may appear conducive to or expedient for the accomplishment of any of such objects and purposes.

5. To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in any or all states, territories, districts and possessions of the United States of America and in foreign countries; and to maintain offices and agencies in all or all states, territories, districts and possessions of the United States of America and in foreign countries.

6. The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause of this or any other article of these articles of incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

7. The corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon, corporations of a similar character by the General Laws of the State of Maryland now or hereafter in force, and the enumeration of the foregoing powers shall not be deemed to exclude any powers, rights, or privileges so granted or conferred.

FOURTH: The post-office address of the principal office of the corporation in this State is: Snow Hill, Maryland. The name of the resident agent of the corporation in this state is Maurice L. Peacock, and the post-office address of the resident agent is: Snow Hill, Maryland. Said resident agent is a citizen of this State and actually resides herein.

SIXTH: The total number of shares of stock which the corporation shall have authority to issue is

one thousand (1,000) shares, all of one class, of the par value of One (\$1.00) Dollar each, and of the aggregate par value of

\$1,000.00 Dollars.

SIXTH: The number of directors of the corporation shall be five (-5-), which number may be increased or decreased pursuant to the by-laws of the corporation and shall never be less than three (3). The names of the directors who shall act until the first annual meeting or until their successors are duly chosen and qualify are:

C. A. P. DUNN, C.  
J. B. HARRIS, JR.  
E. RICHARD FLEMING  
H. E. BROWN, JR.  
WILLIAM E. COOPER.

SEVENTH: The corporation shall have the option,

at any time, to issue and sell to the public, or to any other person or persons, in such amounts and at such times as it may determine, its securities in the form of bonds, notes, debentures, stocks, shares, or otherwise, and to convert the same into cash or otherwise, and to exercise such other powers as it may determine, in connection therewith, as it may see fit.

The corporation shall have the right to issue and sell to the public, or to any other person or persons, in such amounts and at such times as it may determine, its securities in the form of bonds, notes, debentures, stocks, shares, or otherwise, and to convert the same into cash or otherwise, and to exercise such other powers as it may determine, in connection therewith, as it may see fit, and to do all acts necessary to effectuate the same.

Notwithstanding the provisions of this charter, the corporation may, at any time, dispose of all or a majority of its property and assets.

the shares or of any class of stock entitled to be cast, to  
take or authorize any action, the corporation may take or  
authorize a resolution upon the assent of a majority, of  
the number of shares entitled to be cast there-

The corporation reserves the right from  
time to time to make any amendment of its charter, now or  
hereafter authorized, by, including the amendment which  
shall be made in the manner, provided, set forth in the  
statute, in the Missouri Statute.

In witness whereof, the said officers of the corporation shall be  
present.

I witness and sign to the above articles  
of incorporation on the 7<sup>th</sup> day of August, 1950.

John P. Hanan  
(President Missouri)

John H. Blawie Jr.  
(Vice President)

Joseph A. Brown  
(Secretary)

Anne D. Brown,  
Anne D. Brown

Common Pleas Court.

In and before me on the 7<sup>th</sup>, 1961, before

I, JAMES E. BURKE, Notary Public in the State of Pennsylvania,  
County of Philadelphia, personally appeared, JOHN R. HUGHES, JR., and J. RAYMOND  
LAWRENCE, who I duly caused to be sworn by the foregoing articles of  
lawfully to declare as follows:

I, JOHN R. HUGHES, JR., do solemnly swear that the above named persons are  
the true and lawful owners of the property described in the foregoing articles of  
law.

*True and lawful*

*John R. Hughes*

SECRETARY OF STATE  
My Commission Expires Jan. 10, 1962

In the Courts of Common Pleas of Philadelphia County  
State of Pennsylvania  
County of Philadelphia,

Sworn to before me this day of August, 1961.

J. D. Burke, Notary Public  
for the Commonwealth of Pennsylvania residing in the County of Philadelphia  
being the officer authorized by the laws of the State of Pennsylvania to  
make the following Certificate.

In County, This 10<sup>th</sup> day of August, 1961, Notary  
PUBLIC for the Commonwealth of Pennsylvania residing in the County of Philadelphia  
duly commissioned and qualified to administer oaths and affirmations and to take  
depositions and presentments in behalf of the Commonwealth and her  
officers, agents and employees and the State of Pennsylvania, doth witness, that the said John  
Hughes and Raymond Lawrence are and ought to be given as well in Courts of Justice as elsewhere  
and that I am well acquainted with the handwriting of the said NOTARY PUBLIC and  
do believe the same to be genuine and that the information contained in the foregoing  
purports to be taken in all respects according to the law of the State of Pennsylvania.

The impression of the seal of the Notary Public not required by law to be filed  
in this office.

In Testimony Whereof, I have hereunto set my hand and affixed the seal of said

Notary Public this 10<sup>th</sup> day of August, 1961, in the year of our Lord  
one thousand nine hundred and sixty-one. JAMES E. BURKE, Notary Public

Notary Public  
Dwight Prentiss Ladd, Esq.  
Dwight Prentiss Ladd, Esq.  
Dwight Prentiss Ladd, Esq.